

LETTER OF APPLICATION
(By Companies not Listed on the Exchange)

From

Date

To,
The Secretary,
Bombay Stock Exchange Limited,
Mumbai.

Dear Sir,

In conformity with the listing requirements of the Stock Exchange, we hereby apply for admission of the following securities of the Company to dealings on the Exchange:

- 1) _____
- 2) _____
- 3) _____
- 4) _____

+ The securities mentioned at () above are proposed to be issued by Prospectus/Offer for Sale/Circular (conversion, exchange, rights, open offer, capitalisation of reserves)/Placing, full particulars of which are given in the statement sent herewith (together with the reasons for the procedure when a placing is intended).

+ It is intended to make an Offer for Sale/a Placing of the securities mentioned at () above which have been already issued. We enclose a statement giving full particulars of when, how and to whom the securities were issued and full details of the proposed Offer for Sale/Placing (together with the reasons for the procedure when a Placing is intended.)

We undertake to send herewith/ send herewith + the listing Application and the Distribution Schedules, duly completed. We also forward the documents (or drafts thereof) as per list attached and undertake to furnish such additional information and documents as may be required.

“We further undertake to submit to the Exchange a copy of the Acknowledgement Card or letter indicating the observation on draft prospectus/letter of offer/offer document by SEBI; and a certificate from a Merchant Banker acting as a lead manager to the issue reporting positive compliance by our company of the requirements on disclosure and investor protection issued by SEBI.

We understand that in the event of our failure to submit the above documents or withdrawal of Acknowledgement Card by SEBI, we shall be liable to refund the subscription money to the investors immediately”.

We undertake to be bound by all requirements, terms and provisions and conditions including condition relating to payment of security deposit as contained in the Rules, Bye-Laws and Regulations of your Exchange.

Yours Faithfully,

(Signature of Managing Director)

- + Please enumerate separately shares which are not identical in all respects.
Shares are identical in all respects only if-
 - (i) they are of the same nominal value and the same amount per share has been called up;
 - (ii) They are entitled to dividend at the same rate and for the same period, so that at the next ensuing distribution the dividend payable on each share will amount to exactly the sum net and gross; and
 - (iii) They carry the same rights in all other respects.
- + Applicable only when securities for which application for admission to dealings is made are proposed to be issued or having already been it is intended to make a placing or an offer for sale. Please strike out where not applicable.
- \$ Applicable to new Companies only. Please strike out where not applicable.

LIST OF SUPPORTING DOCUMENTS TO BE FIELD WITH THE LISTING APPLICATION

(PLEASE CHECK THE SQUIRE AGAINST DOCUMENTS FORWARD WITH THE APPLICATION)

- 1.** Three certified copies of:
 - (a) Memorandum and Articles of Association.
 - (b) Debenture Trust Deed
- 2.** Copies of all:
 - (a) Prospectus
 - (b) Statement in lieu of Prospectus
 - (c) Offers for sale made during the last five years
 - (d) Circulars offering securities for subscription or sale during the last five years
 - (e) Advertisement offering securities for subscription or sale during the last five years
 - (f) Acknowledgement card or letter indicating the observation on draft prospectus by Securities and Exchange Board of India
 - (g) Certificate from a merchant banker acting as a lead manager to the issue reporting positive compliance by the company of requirement on Disclosure and Investor Protection issued by the Securities and Exchange Board of India
- 3.** Copy of every letter, Report, Balance Sheet, Contract, Court Order or other document any part of which is reproduced or referred to in any Prospectus. Offer for Sale, Circular or Advertisement offering securities for subscription or sale during the last five years
- 4.** Certified copy of Letter of Consent of the Controller of Capital Issues
- 5.** Certified Copies of:
 - (a) Underwriting Agreements
 - (b) Sub-underwriting Agreements
 - (c) Sub-underwriting Letters together with a statement containing the names, addresses and description of the sub-underwriters and the sub-underwritten by each of them
 - (d) Brokerage Agreements
 - (e) Letters of Appointment of Official Brokers and sub-brokers together with a statement of the terms and conditions of appointment
- 6.** Certified Copies of:
 - (a) Vendors Agreements
 - (b) Promoters Agreements
- 7.** Certified Copies of Service Agreement with:
 - (a) The Managing Director
 - (b) Technical Directors
 - (c) General Manager, Manager or Secretary
- 8.** Certified Copies of Agreements with:
 - (a) Selling Agents
 - (b) Sales Managers
- 9.** Statement containing particulars of the dates of and parties to all material Contracts, agreements (including agreements for technical advice and collaboration), concessions and similar other documents (except those entered into in the ordinary course of the business on or intended to be carried on by the Company) together with a short description of the terms, subject-matter and general nature of the documents.
- 10.** Three copies of Directors Reports and Balance Sheets for the last ten years
- 11.** Copies of Agreements with the industrial Finance Corporation, ICICI and such Other bodies
- 12.** Short history of the Company including particulars of any reorganisation, reconstruction, amalgamation, etc. together with details of the Company's activities
- 13.** Specimens (cancelled and marked as such) of-
 - (a) Share Certificates
 - (b) Debenture Certificates
- 14.** Specimens (if any) of-
 - (a) Letters of Allotments
 - (b) Letters of Acceptance
 - (c) Letters of Renunciation
- 15.** Specimens (cancelled and marked as such) of-
 - (a) Transfer Receipts
 - (b) Split Receipts
 - (c) Consolidation Receipts

Note: The above list indicate documents ordinarily required in support of a listing application. In special circumstances additional documents may be required.

LISTING APPLICATION
(By Companies not listed on the Exchange)

1.	Name of Company			
2.	Act under which the Company is incorporated			
3.	Date of Incorporation			
4.	Place of Incorporation			
5.	Whether incorporated as a Private or Public Company			
6.	If Incorporated as a Private Company date of conversion into a Public Company			
7.	Address of Registered Office			
8.	Address of Registered place of Business			
		Kind of Security		
		EQUITY		
9.	AUTHORISED SHARE CAPITAL			
(a)	Total Amount Rs.			
(b)	Unclassified-Amount Rs.			
(c)	Classified:			
	(i) Number of Shares			
	(ii) Nominal value per share Rs.			
	(iii) Total Nominal value Rs.			
	(iv) Distinctive number			
10.	ISSUED SHARE CAPITAL			
	(i) Number of Shares			
	(ii) Nominal value per share Rs.			
	(iii) Total nominal value Rs.			
	(iv) Distinctive number			
11.	SUBSCRIBED AND PAID UP SHARE CAPITAL			
	(i) Number of shares subscribed			
	(ii) Nominal value per share Rs.			
	(iii) Amount paid up per share Rs.			
	(iv) Total nominal value Rs.			
	(v) Total paid up value Rs.			
	(vi) Amount of calls in arrears Rs.			
	(vii) Amount paid up on forfeited shares Rs.			
	(viii) Distinctive numbers			

		ND OF SECURITY		
		EQUITY		
12.	SHARES ISSUED FOR CONSIDERATION OTHER THAN CASH (IN WHOLE OR IN PART)			
	(i) Number of Shares issued			
	(ii) Amount paid up per share otherwise than in cash Rs.			
	(iii) Nominal value per share Rs.			
	(iv) Present paid up value per share Rs.			
	(v) Total nominal value Rs.			
	(vi) Total paid up value Rs.			
	(vii) Distinctive numbers (please give details of consideration)			
13.	SHARES ISSUED AT A PREMIUM OR DISCOUNT			
	(i) Number of shares issued			
	(ii) Premium or discount per share when issued Rs.			
	(iii) Total amount of premium or discount Rs.			
	(iv) Nominal value per share Rs.			
	(v) Paid up value per share Rs.			
	(vi) Total Nominal value Rs.			
	(vii) Total paid up value Rs.			
	(viii) Distinctive numbers			
14.	SHARES ISSUED IN PURSUANCE OF AN OPTION			
	(i) Number of shares issued			
	(ii) Nominal value per share Rs.			
	(iii) Paid up value per share Rs.			
	(iv) Total Nominal value Rs.			
	(v) Total paid up value Rs.			
	(vi) Distinctive numbers			
15.	FORFEITED SHARES			
	(i) Number of shares forfeited			
	(ii) Nominal value per share Rs			
	(iii) Amount called up per share Rs			
	(iv) Total Nominal value Rs			
	(v) Total paid up value Rs			
	(vi) Distinctive numbers			
16.	SHARES UNDER OPTION			
	(i) Number of shares under option			
	(ii) Nominal value per share Rs			
	(iii) Total nominal value Rs			
	(iv) Terms of option			

		KIND OF SECURITY		
		EQUITY		
17.	DEBENTURES			
	(i) Total amount authorised Rs.			
	(ii) Amount Issued Rs.			
	(iii) Amount redeemed or converted Rs.			
	(iv) Amount outstanding Rs.			
	(v) Unit Rs.			
	(vi) Rate of interest percent			
	(vii) Interest due date			
	(viii) Date and terms of issue			
	(ix) Date & terms of redemption			
	(x) Distinctive numbers			
18.	DEBENTURES ISSUED FOR CONSIDERATION OTHER THAN CASH (IN WHOLE OR IN PART)			
	(i) Amount issued Rs.			
	(ii) Amount paid otherwise than in cash Rs.			
	(iii) Amount outstanding Rs.			
	(iv) Distinctive numbers (Please give details of consideration)			
19.	DEBENTURES ISSUE AT A PREMIUM OR DISCOUNT			
	(i) Amount issued Rs.			
	(ii) Amount of premium or discount Rs.			
	(iii) Amount outstanding Rs.			
	(iv) Distinctive numbers			
20.	SECURITIES IN RESPECT OF WHICH LISTING APPLICATION IS MADE			
	(a) Shares:			
	(i) Number of shares			
	(ii) Nominal Value per share Rs.			
	(iii) Paid up value per share Rs.			
	(iv) Total Nominal value Rs.			
	(v) Total paid up value Rs.			
	(vi) Distinctive numbers			
	(b) Debentures			
	(i) Amount Rs.			
	(ii) Unit Rs.			
	(iii) Rate of interest percent			
	(iv) Interest due date			
	(v) Date and terms of issue			
	(vi) Date and terms of redemption			
	(vii) Distinctive numbers			

		KIND OF SECURITY		
		EQUITY		
21	(a) State whether Prospectus or Statement in lieu of Prospectus filed with the Registrar			
	(b) Issue price			
	(c) Shares offered by the Company for public subscription:			
	(i) Number of Shares offered			
	(ii) Dates from and upto which list kept open for public subscription			
	(iii) Number of shares applied for by-			
	(A) Public other than directors and underwriters or their nominees			
	(B) Directors			
	(C) Underwriters and their nominees			
	(iv) Number of shares allotted to			
	(A) Public other than directors and underwriters or their nominees			
	(B) Directors			
	(C) Underwriters and their nominees			
	(v) Largest number of shares applied for and allotted to any applicant			
	(vi) Basis of allotment			
	(d) Shares not offered by the company for public subscription:			
	(i) Number of allotment			
	(ii) Number of shares reserved for and allotted to directors			
	(iii) Number of shares reserved for and allotted to friends of directors			
	(iv) Placing-Number			
	(A) Retained by Company's underwriters and official brokers			
	(B) Placed with clients of Company's underwriters and official brokers			
	(C) Placed with market			
	(v) Number of shares allotted with a view of offer for sale			
	(vi) Number of shares otherwise allotted (Please give details)			
	(e) Particulars of any commission, brokerage, discount or other special terms granted to any persons in connection with the issue			

		KIND OF SECURITY		
		EQUITY		
22.	FURTHER ISSUE OF CAPITAL BONUS SHARES-			
	(a) Date of issue			
	(b) Number of shares			
	(c) Proportion in which bonus issue allotted to shareholders			
23.	FURTHER ISSUE OF CAPITAL RIGHTS SHARES			
	(a) Date of issue			
	(b) Number of shares			
	(c) issue price			
	(d) Proportion in which right shares offered against their nominees			
	(e) Number of right shares allotted to shareholders or their nominees			
24.	FURTHER ISSUE OF CAPITAL RIGHT SHARES NOT APPLIED FOR BY SHAREHOLDERS OR NEW ISSUE NOT OFFERED TO SHAREHOLDERS			
	(a) State whether Prospectus or statement in lieu of Prospectus filed with the Register			
	(b) Issue Price			
	(c) Shares offered by the Company for public subscription:			
	(i) Number of shares offered			
	(ii) Dates from and upto which list kept open for public subscription			
	(iii) Number of shares applied for by-			
	(A) public other than directors and underwriters or their nominees			
	(B) Directors			
	(C) Underwriters and their Nominees			
	(iv) Number shares allotted to-			
	(A) Public other than directors and underwriters or their nominees			
	(B) Directors			
	(C) Underwriters and their nominees			
	(v) Largest number of shares applied for and allotted to any applicant			
	(vi) Basis of allotment			
	(d) Shares not offered by the Company for public subscription:			
	(i) Number of shares not offered			
	(ii) Placing-Number			
	(A) Retained by Company's underwriters and official brokers			
	(B) Placed with clients of Company's underwriters and official brokers			
	(C) Placed with market			
	(iii) Allotted with a view to offer for sale			
	(iv) Otherwise allotted (please give details)			
	(e) Particulars of any commission, brokerage, discount or other special terms granted to any persons in connection with the issue			
	(f) Reasons for not issuing new shares to shareholders			

		KIND OF SECURITY		
		EQUITY		
25.	OFFER FOR SALE OF SHARES OTHERWISE THAN BY THE COMPANY			
	(a) State whether Prospectus or Statement in lieu of Prospectus filed with the Registrar			
	(b) Price at which shares offered for sale			
	(c) Shares offered for sale to the public:			
	(i) Numbers of shares offered			
	(ii) Dates from and upto which list kept open public subscription			
	(iii) Number of shares applied for by-			
	(A) Public other than directors and underwriters or their nominees			
	(B) Directors			
	(C) Underwriters and their nominees			
	(iv) Number of shares allocated to---			
	(A) Public other than directors and Underwriters or their nominees			
	(B) Directors			
	(C) Underwriters and their nominees			
	(v) Largest number of shares applied for and allocated to any applicant			
	(vi) Basis of allotment			
	(d) Shares not offered by the Company for public subscription:			
	(i) Number of shares not offered			
	(ii) Number allocated to Directors			
	(iii) Placing—number			
	(A) Retained by underwriters and official brokers			
	(B) Placed with clients of offeror's underwriters and official brokers			
	(C) Place with market			
	(e) Particulars of any commission, brokerage, discount or other special terms granted to any person in connection with the issue			
	(f) When shares offered at a premium which has not accrued to the Company, state---			
	(i) Reasons therefor			
	(ii) To whom the premium has accrued			
	(iii) Amount of such premium			
				Rs.

27.	Particulars of dividends or Interest in arrears if any	
28.	Brief details of any recognition, reconstruction, reductions or changes in share capital since the incorporation of the Company	
29.	Statement of any other circumstances arising from the application which should be disclosed to the Stock Exchange	
30	Do the Articles of Association of the Company contain provisions to the following effect:	
	(a) Lien on fully paid shares on any account whatsoever	
	(b) Lien on partly paid shares on any account whatsoever except in respect of moneys called or payable at a fixed time on such shares	
	(c) Restriction on transfer when the transfer is either alone or jointly with any other person or persons indebted to the Company on any account whatsoever	
	If so is the Company prepared to delete these provisions by amending its Articles of Association at the time of the next General Meeting?	
31.	Denomination in which certificates have been issued:	
	(a) Equity Shares	
	(b)	
	(c)	
	(d)	

32.	Transfer and registration fees:	
	(a) Equity Shares	
	(b)	
	(c)	
	(d) Debentures	
33.	Fees charged for ---	
	(a) Sub-division of shares and debentures certificates	
	(b) Consolidation of shares and debenture certificates	
	(c) Renewal of shares and debentures certificates	
34.	Does the Company issue ---	
	(a) Transfer Receipt	
	(b) Split Receipts	
	(c) Consolidation Receipts	
35.	Does the Company certify transfers?	
36.	Within what time are share and debenture certificates normally ready for deliver after the date of lodgment for ---	
	(a) Transfer	
	(b) Sub-division	
	(c) Consolidation	
37.	(a) Have any shares or debenture certificates of the Company been listed on any other Exchange at any time? If so, give particulars.	
	(b) Is any application for listing the shares of the Company on any other Stock Exchange now pending or contemplated? If so, give particulars	
	(c) Has the listing of any shares of the Company been refused or deferred at any time on any other Stock Exchange? If so, give particulars	

38.	Date of closing of financial year	
39.	Month or months in which Interim and/or final dividend/ interest usually recommended and/or declared by the Directors	
40.	Month in which Annual General Meeting is usually held	
41.	Address of the office where share transfers are accepted for registration	

Date _____

(Signature of Managing Director)

DISTRIBUTION OF SCHEDULE
(To be made out for each class of security)

(Pre Allotment)

(Name of Company)

Distribution of _____ (Kind of Security) as on _____ 20

Total nominal value Rs. _____ Nominal value of each share/unit Rs. _____

Total Number of shares/units _____ Paid up value per share/unit Rs. _____

Distinctive Nos From _____ to _____

Table I

DISTRIBUTION OF HOLDINGS

SHARE OR DEBENTURE HOLDING OF NOMINAL VALUE OF		SHARE/DEBENTURE HOLDERS		SHARE/DEBENTURE AMOUNT	
Rs.	Rs.	Number	% to Total	In Rs.	% to Total
(1)	(1)	(2)	(3)	(4)	(5)
Upto	- 5,000				
5,001	- 10,000				
10,001	- 20,000				
20,001	- 30,000				
30,001	- 40,000				
40,001	- 50,000				
50,001	- 1,00,000				
1,00,001 and above					
TOTAL					

Table II
NAME OF SHARE/DEBENTURE AND SHARES/DEBENTURES
HELD BY THE FOLLOWING VIZ.

	Name of Share/Debenture Holder	No of Shares or Debenture Amount in Rs	% to total No of Shares (or Debentures Capital)
	(1)	(2)	(3)
(a) Foreign Holdings	(i) Foreign Collabrators		
	(ii) Foreign Financial Institution		
	(iii) Foreign Nationals		
	(iv) Non-resident indians (Persons holdings indian pssport staying abroad and persons of indian origin staying abroad)		
	Total		
(b) Govt/Govt sponsored Financial Institutions	(i) Life Insurance Corporation of India		
	(ii) Unit Trust of India		
	(iii) Industrial Finance Corporation of India		
	(iv) Industrial Development Bank of India		
	(v) ICICI Ltd		
	(vi) General insurance Corporation of India and its subsidiaries		
	(vii) Nationalised Banks		
	(viii) Government Companies		
	(ix) Central Government		
	(x) State Government		
	(xi) State Financial Corporations		
Total			
(c) Bodies corporate (not covered under [a] and [b])	(i) Holdings Company		
	(ii) Subsidiary Companies		
	(iii) Other Bodies Corporate		
	Total		
(d) Directors and their relatives (as defined in Sec. 6 of the Companies Act, 1956)			
(e) Other top 50 Share/Debenture holders (other than those listed above	1		
	2		
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	10		

Table II (Contd)

	(1)	(2)	(3)
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	45		
	46		
	47		
	48		
	49		
	50		
	Total		

Table III

HOLDINGS OF OFFICE --- BEARERS

Names of Directors, Managing Director, Chairman, President, Secretary, and Manager	Official relationship to the company	Number of shares (or Debenture amount in Rs.)
(1)	(2)	(3)

Certified Correct

Date _____

Signature of Managing Director/Secretary

NOTE: Separate forms should be completed for each class of security, e.g., debenture, preference shares, equity share, etc. Similarly, separate forms should be completed for shares of the same class which are not identical in all respects. Shares are identical in all respects only if _____

- (i) they are of the same nominal value and the same amount per share has been called up:**
- (ii) they are entitled to dividend at the same rate and for the same period, so that at the next ensuing distribution the dividend payable on each share will amount to exactly the same sum net and gross; and**
- (iii) they carry the same rights in all other respects.**

DISTRIBUTION OF SCHEDULE
(To be made out for each class of security)

(Post Allotment)

(Name of Company)

Distribution of _____ (Kind of Security) as on _____ 20

Total nominal value Rs. _____ Nominal value of each share/unit Rs. _____

Total Number of shares/units _____ Paid up value per share/unit Rs. _____

Distinctive Nos From _____ to _____

Table I

DISTRIBUTION OF HOLDINGS

SHARE OR DEBENTURE HOLDING OF NOMINAL VALUE OF		SHARE/DEBENTURE HOLDERS		SHARE/DEBENTURE AMOUNT	
Rs.	Rs.	Number	% to Total	In Rs.	% to Total
(1)	(2)	(3)	(4)	(5)	(6)
Upto	- 5,000				
5,001	- 10,000				
10,001	- 20,000				
20,001	- 30,000				
30,001	- 40,000				
40,001	- 50,000				
50,001	- 1,00,000				
1,00,001 and above					
TOTAL					

Table II
NAME OF SHARE/DEBENTURE AND SHARES/DEBENTURES
HELD BY THE FOLLOWING VIZ.

	Name of Share/Debenture Holder	No of Shares or Debenture Amount in Rs	% to total No of Shares (or Debentures Capital)
	(1)	(2)	(3)
(a) Foreign Holdings	(i) Foreign Collabrators		
	(ii) Foreign Financial Institution		
	(iii) Foreign Nationals		
	(iv) Non-resident indians (Persons holdings indian pssport staying abroad and persons of indian origin staying abroad)		
	Total		
(b) Govt/Govt sponsored Financial Institutions	(i) Life Insurance Corporation of India		
	(ii) Unit Trust of India		
	(iii) Industrial Finance Corporation of India		
	(iv) Industrial Development Bank of India		
	(v) ICICI Ltd		
	(vi) General insurance Corporation of India and its subsidiaries		
	(vii) Nationalised Banks		
	(viii) Government Companies		
	(ix) Central Government		
	(x) State Government		
	(xi) State Financial Corporations		
Total			
(c) Bodies corporate (not covered under [a] and [b])	(i) Holdings Company		
	(ii) Subsidiary Companies		
	(iii) Other Bodies Corporate		
	Total		
(d) Directors and their relatives (as defined in Sec. 6 of the Companies Act, 1956)			
(e) Other top 50 Share/Debenture holders (other than those listed above	1		
	2		
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Table II (Contd)

	(1)	(2)	(3)
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	47		
	48		
	49		
	50		
	Total		

Table III

HOLDINGS OF OFFICE --- BEARERS

Names of Directors, Managing Director, Chairman, President, Secretary, and Manager	Official relationship to the company	Number of shares (or Debenture amount in Rs.)
(1)	(2)	(3)

Certified Correct

Date _____ 20

Signature of Managing Director/Secretary

NOTE: Separate forms should be completed for each class of security, e.g., debenture, preference shares, equity share, etc. Similarly, separate forms should be completed for shares of the same class which are not identical in all respects. Shares are identical in all respects only if _____

- (i) they are of the same nominal value and the same amount per share has been called up:
- (ii) they are entitled to dividend at the same rate and for the same period, so that at the next ensuing distribution the dividend payable on each share will amount to exactly the same sum net and gross; and
- (iii) they carry the same rights in all other respects.